

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF NORTH CAROLINA  
CHARLOTTE DIVISION**

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<b>In re:</b>	)	<b>Chapter 11 (Joint Administration)</b>
	)	
<b>SD-Charlotte, LLC, et al.,<sup>1</sup></b>	)	<b>Case No. 20-30149</b>
	)	
<b>Debtors.</b>	)	
	)	

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**GLOBAL NOTES AND STATEMENTS OF LIMITATIONS, METHODOLOGY, AND  
DISCLAIMERS REGARDING DEBTOR'S SCHEDULES OF ASSETS AND  
LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

SD-Charlotte, LLC and its debtor affiliates in the above-captioned chapter 11 cases (collectively, the “Debtors” and each a “Debtor”) are filing their respective Schedules of Assets and Liabilities (each, a “Schedule” and, collectively, the “Schedules”) and Statement of Financial Affairs (each, a “Statement” or “SOFA” and, collectively, the “Statements” or “SOFAs”) in the Bankruptcy Court for the Western District of North Carolina (the “Bankruptcy Court”) pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

These Global Notes and Statements of Limitations, Methodology, and Disclaimer Regarding the Debtors’ Schedules and Statements (collectively, the “Global Notes”) pertain to, and are incorporated by reference in, and comprise an integral part of all of the Schedules and Statements. These Global Notes should be referred to, and referenced in connection with, any review of the Schedules and Statements.

The Debtors’ management prepared the Schedules and Statements with the assistance of their advisors and other professionals. The Schedules and Statements are unaudited and subject to potential adjustment. In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of preparation. The Debtors’ management team and advisors have made reasonable efforts to ensure that the Schedules and Statements are as accurate and complete as possible under the circumstances; however,

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<sup>1</sup> The Debtors, together with the last four digits of each Debtor’s federal tax identification number, are: SD-Charlotte, LLC (7237); RTHT Investments, LLC (2540); SD Restaurant Group, LLC (0331); SD-Missouri, LLC (8294) and Southern Deli Holdings, LLC (9425).

subsequent information or discovery may result in material changes to the Schedules and Statements and errors or omissions may exist. Notwithstanding any such discovery, new information, or errors or omissions, the Debtors and their agents, attorneys and financial advisors expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided herein, or to notify any third party should the information be updated, modified, revised, or re-categorized. In no event shall the Debtors or their agents, attorneys and financial advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business or lost profits), whether foreseeable or not and however caused, even if the Debtors or their agents, attorneys, and financial advisors are advised of the possibility of such damages.

Mr. Brian Rosenthal., Chief Restructuring Officer for each of the Debtors has signed each of the Schedules and Statements. Mr. Rosenthal is an authorized signatory for each of the Debtors. In reviewing and signing the Schedules and Statements, Mr. Rosenthal has relied upon the efforts, statements, and representations of various personnel employed by the Debtors and their advisors. Mr. Rosenthal has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors, classification of such amounts, and creditor addresses.

**The Schedules, Statements, and Global Notes should not be relied upon by any persons for information relating to current or future financial conditions, events, or performance of any of the Debtors or their affiliates.**

### **Global Notes and Overview of Methodology**

**1. Reservation of Rights.** Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist. The Debtors reserve all rights to (i) amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Schedules and Statements with respect to claim description, designation, or Debtor against which the claim is asserted; (ii) dispute or otherwise assert offsets or defenses to any claim reflected in the Schedules and Statements as to amount, liability, priority, status or classification; (iii) subsequently designate any claim as "disputed," "contingent," or "unliquidated;" or object to the extent, validity, enforceability, priority or avoidability of any claim. Any failure to designate a claim in the Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that such claim or amount is not "disputed," "contingent," or "unliquidated." Listing a claim does not constitute an admission of liability by the Debtors against which the claim is listed or against any of the Debtors. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to the Debtors' chapter 11 cases, including, without limitation, issues involving claims, substantive consolidation, defenses, equitable subordination, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation or

rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph. Notwithstanding the foregoing, the Debtors shall not be required to update the Schedules and Statements except as may be required by applicable law.

**2. Description of the Cases and "As Of" Information Date.** On February 7, 2020 (the "Petition Date"), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors' cases are jointly administered under case number 20-30149 (JLB). The Debtors are currently operating their businesses and possessing their property as debtors-in-possession under sections 1107 and 1108 of the Bankruptcy Code. On February 20, 2020, the Bankruptcy Court entered the *Order Granting Motion to Jointly Administer Case(s)* [Docket No. 51]. On February 20, 2020, the Bankruptcy Court entered the *Order Appointing Creditors' Committee* [Docket No. 87] pursuant to its authority under 11 U.S.C. 1102 of the Bankruptcy Code.

**Except as otherwise noted, all asset and liability information is as of the Petition Date.**

**3. Amendments and Recharacterization.** Notwithstanding the Debtors' commercially reasonable efforts to properly characterize, classify, categorize, or designate certain claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors may nevertheless have improperly characterized, classified, categorized, designated, or omitted certain items. Accordingly, the Debtors reserve all of their rights to re-characterize, reclassify, recategorize, redesignate, add, or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including without limitation, whether contracts or leases listed herein were deemed executory or unexpired as of the Petition Date and remain executory and unexpired postpetition. Disclosure of information in one or more Schedules, one or more Statements, or one or more exhibits or attachments to the Schedules or Statements, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedules, Statements, exhibits, or attachments. The Debtors reserve their right to amend the Schedules and Statements in all respects at any time as may be necessary or appropriate, including, without limitation, the right to dispute or to assert offsets or defenses to any claim reflected on the Schedules and Statements as to amount, to liability, or to classification, or to otherwise subsequently designate any claim as "disputed," "contingent," or "unliquidated." Any failure to designate a claim as "contingent," "unliquidated," or "disputed" does not constitute an admission by the Debtors that such claim is not "contingent," "unliquidated," or "disputed."

**4. Estimates and Assumptions.** The preparation of the Schedules and Statements requires the Debtors to make certain estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities on the date of the Schedules and Statements and other matters. Actual results could differ from those estimates.

**5. Unknown Amounts.** Certain of the scheduled assets and liabilities are unknown and unliquidated at this time. In such cases, the amounts are listed as "Undetermined," "Unknown" or "Unliquidated." Amounts that are Unknown, Undetermined or Unliquidated may be material. Accordingly, the Schedules and Statements do not accurately reflect the aggregate amount of the Debtors' assets and liabilities

**6. Liabilities.** The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information available and the research conducted in conjunction with the preparation of these Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between prepetition and postpetition periods may change. The liabilities listed on the Schedules do not reflect any analysis of claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtors reserve all of their rights to dispute or challenge the validity of any asserted claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor's claim.

**7. Intellectual Property Rights.** Any exclusion of intellectual property from being listed on the Statements and Schedules shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

**8. Basis of Presentation.** These Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("GAAP"), nor are they intended to fully reconcile to any financial statements otherwise prepared and/or distributed by the Debtors. Additionally, these Schedules and Statements contain unaudited information that is subject to further review, potential adjustment and reflect the Debtors' commercially reasonable efforts to report the assets and liabilities of each Debtor on an unconsolidated basis.

**9. Asset Values.** It would be prohibitively expensive, unduly burdensome, and time-consuming to obtain current market valuations of the Debtors' property interests. Accordingly, to the extent any asset value is listed herein, and unless otherwise noted therein, net book values rather than current market values of the Debtors' property interests are reflected on the applicable Schedule or Statement. Unless otherwise indicated, all asset amounts and claim amounts are listed as of the Petition Date.

**10. Causes of Action.** The Debtors reserve all of their rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross claim, counterclaim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, law or in equity, or pursuant to any other theory of law (collectively, "Causes of Action") they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any claims or Causes of Action or in any way prejudice or impair the assertion of such claims or Causes of Action. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to these chapter 11 cases, the Debtors' right to seek equitable subordination and/or assert causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and other relevant nonbankruptcy laws to recover assets or avoid transfers.

**12. Insiders.** Where the Schedules and Statements require information regarding insiders and/or officers and directors, included therein are each of the Debtors' (a) members (or persons in similar positions) and (b) employees that are, or were during the relevant period,

officers (or persons in control). The listing of a party as an insider is not intended to be nor should it be construed as a legal characterization of such party as an insider and does not act as an admission of any fact, claim, right, or defense, and all such rights, claims, and defenses are hereby expressly reserved. Persons listed as "insiders" have been included for informational purposes only, and such individuals should not be deemed to be "insiders" for other purposes.

**13. Summary of Significant Reporting Policies and Practices.** The following conventions were utilized by the Debtors in preparation of the Schedules and Statements:

- (a) Undetermined Amounts. The description of an amount as "unknown," "unliquidated," or "undetermined" is not intended to reflect upon the materiality of such amount.
- (b) Totals. All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different from the listed total.
- (c) Fair Market Value; Book Value. Unless otherwise noted therein, the Schedules and Statements reflect the carrying value of the liabilities as listed in the Debtors' books and records.
- (d) Setoff/Recoupment Rights. The Debtors have not included on Schedule D parties that may believe their claims are secured through setoff rights, deposits posted by or on behalf of the Debtors, or inchoate statutory lien rights. Such counterparties have been listed on Schedule F.
- (e) Disputed, Contingent and/or Unliquidated Claims. Schedules D, E, and F permit the Debtors to designate a claim as disputed, contingent, and/or unliquidated. A failure to designate a claim on any of these Schedules and Statements as disputed, contingent, and/or unliquidated does not constitute an admission that such claim is not subject to objection. The Debtors reserve the right to dispute, or assert offsets or defenses to, any claim reflected on these Schedules and Statements as to amount, liability, or status.
- (f) Executory Contracts. The presence of a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease. The Debtors reserve all of their rights, claims, and causes of action with respect to the contracts and agreements listed on Schedule G.

**14. Intercompany Payables and Receivables.** Intercompany payables and receivables between the Debtors are set forth on Schedule E/F or Schedule A/B 77, as applicable. The listing by the Debtors of any account between a Debtor and another Debtor is a statement of what appears on a particular Debtor's books and records and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, characterization, validity, or priority of such account. The Debtors reserve all rights with respect to such accounts.

### **Specific Disclosures with Respect to the Debtors' Schedules**

**Schedules Summary.** Except as otherwise noted, the asset and liability information provided herein reflects the Debtors' data as of close of business on February 6, 2020. The Schedules reflect the assets and liabilities of the Debtors on a nonconsolidated basis, except as otherwise noted, and were prepared from the general ledger data of the Debtors.

The Schedules do not purport to represent financial statements prepared in accordance with GAAP, nor are they intended to be fully reconciled with the financial statements of each Debtor. Additionally, the Schedules contain unaudited information that is subject to further review and potential adjustment and reflect the Debtors' reasonable best efforts to report the assets and liabilities of each Debtor on an unconsolidated basis. Moreover, given among other things, the uncertainty surrounding the collectability and ownership of certain assets and the valuation and nature of certain liabilities, the Schedules should not be relied upon nor do they constitute an admission regarding the solvency or insolvency of either Debtor.

**Schedule A/B. P1.Q3.** *Checking, savings, money market, or financial brokerage accounts.* The Debtors collectively have 88 zero balance sweep accounts. The accounts have been disclosed in pleadings. As a result, the accounts are not included herein. As to the operating and disbursement accounts, such accounts may have negative balances as a result of the timing of the sweep at close of business on February 6, 2020.

**Schedule A/B. P3.Q11.** *Accounts receivable.* Amounts listed on Schedule A/B 11 reflect accounts receivable due to the Debtors. Amounts reflected here do not include intercompany receivables, which as described above, are reflected elsewhere in the Schedules.

**Schedule A/B. P4.Q15.** *Non-publicly traded stock and interests in incorporated and unincorporated businesses, including an LLC, partnership or joint venture.* Equity interests in subsidiaries and affiliates arise from LLC membership interests. For purposes of these Schedules, the Debtors have listed an undetermined value for the equity interests. The book values of certain assets may materially differ from their fair market values.

**Schedule A/B. P5.Q24.** *Perishable Inventory.* To the extent the Debtors list food as inventory that existed on the Petition Date, such food was perishable but has been stored and used in the ordinary course of operations.

**Schedule A/B. P11.Q72.** *Tax refunds and unused net operating losses (NOLs).* The Debtors had no net operating loss carryforwards for the 2019 tax year. However, the Debtors believe that it is possible that certain NOLs may be generated during the 2020 tax year. Due to uncertainty related to losses that have occurred or may occur, as well as the inability to accurately estimate such losses as of the Petition Date, the Debtors have included no amounts with respect to net operating losses in the Schedules.

**Schedule A/B. P11.Q77.** *Other property of any kind not already listed.* The listing of any account between a Debtor and another Debtor or is a statement of what appears in a particular Debtor's books and records and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, character, validity, or priority of such account. These intercompany accounts remain subject to review by the Debtors, and the Debtors take no position in these Schedules and Statements as to whether such accounts would be allowed as a claim, an interest, or not allowed at all.

**Schedule D. Creditors Who Have Claims Secured by Property.** The listing of the Debtors of creditors with liens does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, character, validity, or priority of such liens.

**Schedule E/F. Creditors Who Have Unsecured Claims.** The listing by the Debtors of any account between a Debtor and another Debtor is a statement of what appears in a particular Debtor's books and records and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, character, validity, or priority of such account. These accounts remain subject to review by the Debtors, and the Debtors take no position in these Schedules and Statements as to whether such accounts would be allowed as a claim, an interest, or not allowed at all.

Certain of the claims of state and local taxing authorities set forth in Schedule E/F may ultimately be deemed, in whole or in part, to be secured claims pursuant to state or local laws. The Debtors reserve their right to dispute or challenge whether claims owing to various taxing authorities are secured or entitled to such priority. The listing of any claim on Schedule E/F does not constitute an admission that such claim is entitled to priority pursuant to section 507 of the Bankruptcy Code.

**Schedule G. Executory Contracts and Unexpired Leases.** Certain of the items reflected on Schedule G may contain renewal options, purchase options, rights of first refusal and other miscellaneous rights. Such rights, powers, duties, and obligations are not separately set forth on Schedule G. The Debtors hereby expressly reserve the right to assert that any item listed on Schedule G is an executory contract or unexpired lease within the meaning of section 365 of the Bankruptcy Code. In addition, the Debtors reserve all of their rights, claims, and causes of action with respect to claims associated with any contracts and agreements listed on Schedule A/B, including their right to dispute or challenge the characterization or the structure of any transaction, document, or instrument (including any intercompany agreement).

Certain confidentiality agreements may not be listed on Schedule G. The Debtors reserve all rights with respect to such agreements. Certain of the contracts and agreements listed on Schedule G may consist of several parts that may not be listed on Schedule G or that may be listed as a single entry.

### **Specific Disclosures with Respect to the Debtors' Statements**

**Part 2/Question 3. Certain payments or transfers to creditors within 90 days before filing this case.** In Statement 3, disbursements made on account of multiple invoices may be reflected as a single payment. Additionally, payments shown in Statement 3 do not include payments to professionals related to bankruptcy, which are shown separately in Part 6/Question 11.

**Part 2/Question 4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider.** Where mutuality exists between intercompany parties with respect to Southern Deli Holding, LLC's ownership of RTHT Investment, LLC (receivable and payable to and from same legal entities), the information presented is on a net basis.

Debtors show all transfers made to Yaron Goldman during the one year prior to the bankruptcy. The listing by the Debtors of any transfer to American Express or Citi cards on behalf of Yaron Goldman is what is shown on the Debtors' books and records and does not reflect any admission or conclusion as to whether such transfers were for proper business reimbursement or otherwise.

**Part 6/Question 11.** *Payments or transfers related to debtor counseling or bankruptcy made within 1 year preceding commencement of this case.* Payments to these professionals may have included amounts related to professional advice for non-bankruptcy issues. The Debtors did not conduct an analysis regarding the nature of the services rendered in attempt to delineate the payments to such professionals related only to advice on bankruptcy issues.

**Part 11/Question 21.** *Property held for another.* Certain creditors assert that they sold perishable agricultural commodities on credit to the Debtors and have trust rights pursuant to the Perishable Agricultural Commodities Act of 1930 (the “PACA”). The Debtors have listed the PACA trust rights in the Statements but the Debtors have not reviewed such claims. The Debtors reserve their right to dispute or challenge such PACA claims and including them on the Statements does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, character, validity, or priority of such claims.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF NORTH CAROLINA**

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In re:	)	Chapter 11
	)	
SD-Charlotte, LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 20-30149
	)	
Debtors.	)	Jointly Administered
	)	
	)	

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**SCHEDULES OF ASSETS AND LIABILITIES FOR SD-CHARLOTTE, LLC  
(CASE NO. 20-30149)**

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<sup>1</sup> The Debtors, together with the last four digits of each Debtor's federal tax identification number, are: SD-Charlotte, LLC (7237); RTHT Investments, LLC (2540); SD Restaurant Group, LLC (0331); SD-Missouri, LLC (8294); and Southern Deli Holdings, LLC (9425).

Fill in this information to identify the case:

Debtor name: SD-Charlotte, LLC

United States Bankruptcy Court for the: Western District of North Carolina

Case number: 20-30149

Check if this is an amended filing

## Official Form 206Sum

### Summary of Assets and Liabilities for Non-Individuals

#### **1. Schedule A/B: Assets - Real and Personal Property** (Official Form 206A/B)

##### **1a. Real property:**

Copy line 88 from Schedule A/B

\$180,880.23

##### **1b. Total personal property:**

Copy line 91A from Schedule A/B

\$45,992.15

##### **1c. Total of all property:**

Copy line 92 from Schedule A/B

\$226,872.38

#### **2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D

\$17,900,000.00

#### **3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

##### **3a. Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of Schedule E/F

\$97,384.70

##### **3b. Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F

\$698,356.37

#### **4. Total Liabilities**

Lines 2 + 3a + 3b

\$18,695,741.07

Fill in this information to identify the case:

Debtor name: SD-Charlotte, LLC

United States Bankruptcy Court for the: Western District of North Carolina

Case number: 20-30149

Check if this is an amended filing

## Official Form 206A/B

### Schedule A/B: Assets – Real and Personal Property 12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

#### Part 1: Cash and Cash Equivalents

##### 1. Does the debtor have any cash or cash equivalents?

No. Go to Part 2.

Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

##### 2. Cash on hand

2.1		\$5,400.00
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##### 3. Checking, savings, money market, or financial brokerage accounts (*Identify all*)

	Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account #	
3.1	Bank of America	Checking Master Account	8886	\$19,208.31
3.2	Bank of America	Checking Sub Account	8899	-\$2,185.01

##### 4. Other cash equivalents (*Identify all*)

4.1	N/A	\$0.00
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##### 5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$22,423.30

#### Part 2: Deposits and prepayments

##### 6. Does the debtor have any deposits or prepayments?

No. Go to Part 3.

Yes. Fill in the information below.

**7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

7.1	Charlotte Mt. Holly Deposits - Utilities: Piedmont Natural Gas	\$868.00
7.2	Indian Trial Deposits - Utilities: Union County Government	\$50.00
7.3	Indian Trial Deposits - Utilities: Union Power Cooperative	\$4,330.00
7.4	Pigeon Forge Deposits - Utilities: City of Pigeon Forge Utilities	\$600.00

**8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Description, including name of holder of prepayment

8.1	Prepaid Advertising	\$1,107.69
8.2	Prepaid Contract Maintenance	\$4,187.99
8.3	Prepaid License	\$2,339.54

**9. Total of Part 2**

Add lines 7 through 8. Copy the total to line 81.

\$13,483.22

**Part 3: Accounts receivable****10. Does the debtor have any accounts receivable?** No. Go to Part 4. Yes. Fill in the information below.**11. Accounts receivable**

							Current value of debtor's interest
11a.	90 days old or less:	\$13,447.51	-	\$3,361.88	= .....	→	\$10,085.63
		face amount		doubtful or uncollectible accounts			
11b.	Over 90 days old:	\$0.00	-	\$0.00	= .....	→	\$0.00
		face amount		doubtful or uncollectible accounts			

**12. Total of Part 3**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$10,085.63

**Part 4: Investments****13. Does the debtor own any investments?** No. Go to Part 5. Yes. Fill in the information below.

**14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

14.1 \_\_\_\_\_

**15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture**

Name of entity: % of ownership:

15.1 \_\_\_\_\_

**16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe:

16.1 \_\_\_\_\_

**17. Total of Part 4**

Add lines 14 through 16. Copy the total to line 83.

\$0.00

**Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?** No. Go to Part 6. Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**19. Raw materials**

19.1 Food 02/06/2019 \$73,123.61 Net Book Value Undetermined

**20. Work in progress**

20.1 N/A \_\_\_\_\_ \$ \_\_\_\_\_ \$0.00

**21. Finished goods, including goods held for resale**

21.1 N/A \_\_\_\_\_ \$ \_\_\_\_\_ \$0.00

**22. Other inventory or supplies**

22.1 N/A \_\_\_\_\_ \$ \_\_\_\_\_ \$0.00

**23. Total of Part 5**

Add lines 19 through 22. Copy the total to line 84.

\$0.00

**24. Is any of the property listed in Part 5 perishable?** No Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

 NoBook value \$147,545.01

Valuation method Book Value

Current value Undetermined

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

 No Yes**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

 No. Go to Part 7. Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
<b>28. Crops—either planted or harvested</b>			
28.1 _____	\$ _____		\$0.00
<b>29. Farm animals</b> Examples: Livestock, poultry, farm-raised fish			
29.1 _____	\$ _____		\$0.00
<b>30. Farm machinery and equipment</b> (Other than titled motor vehicles)			
30.1 _____	\$ _____		\$0.00
<b>31. Farm and fishing supplies, chemicals, and feed</b>			
31.1 _____	\$ _____		\$0.00
<b>32. Other farming and fishing-related property not already listed in Part 6</b>			
32.1 _____	\$ _____		\$0.00
<b>33. Total of Part 6</b>			
Add lines 28 through 32. Copy the total to line 85.			\$0.00

34. Is the debtor a member of an agricultural cooperative?

 No Yes. Is any of the debtor's property stored at the cooperative? No Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

 NoBook value \_\_\_\_\_ \$Valuation method \_\_\_\_\_Current value \_\_\_\_\_ \$ Yes

## 36. Is a depreciation schedule available for any of the property listed in Part 6?

 No Yes

## 37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

 No Yes**Part 7: Office furniture, fixtures, and equipment; and collectibles**

## 38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

 No. Go to Part 8. Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
<b>39. Office furniture</b>			
39.1 Computer/Phone Equipment	\$361,416.82	Net Book Value	Undetermined
39.2 Furniture & Fixtures	\$8,229.74	Net Book Value	Undetermined
<b>40. Office fixtures</b>			
40.1 N/A	\$		\$0.00
<b>41. Office equipment, including all computer equipment and communication systems equipment and software</b>			
41.1 Equipment	\$322,314.08	Net Book Value	Undetermined
<b>42. Collectibles</b> Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1 N/A	\$		\$0.00
<b>43. Total of Part 7</b>			
Add lines 39 through 42. Copy the total to line 86.			\$0.00

## 44. Is a depreciation schedule available for any of the property listed in Part 7?

 No Yes

## 45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

 No Yes**Part 8: Machinery, equipment, and vehicles**

**46. Does the debtor own or lease any machinery, equipment, or vehicles?** No. Go to Part 9. Yes. Fill in the information below.**General description**

Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)

**Net book value of debtor's interest (Where available)****Valuation method used for current value****Current value of debtor's interest****47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles**

47.1 \_\_\_\_\_ \$ \_\_\_\_\_

\$0.00

N/A

**48. Watercraft, trailers, motors, and related accessories** Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1 \_\_\_\_\_ \$ \_\_\_\_\_

\$0.00

N/A

**49. Aircraft and accessories**

49.1 \_\_\_\_\_ \$ \_\_\_\_\_

\$0.00

N/A

**50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

50.1 \_\_\_\_\_ \$100,437.50

Net Book Value

Undetermined

Signs

**51. Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$0.00

**52. Is a depreciation schedule available for any of the property listed in Part 8?** No Yes**53. Has any of the property listed in Part 8 been appraised by a professional within the last year?** No Yes**Part 9: Real Property****54. Does the debtor own or lease any real property?** No. Go to Part 10. Yes. Fill in the information below.**55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest****Description and location of property**

Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.

**Nature and extent of debtor's interest in property****Net book value of debtor's interest (Where available)****Valuation method used for current value****Current value of debtor's interest**

55.1 Leasehold Improvements \_\_\_\_\_

Leased \_\_\_\_\_

\$180,880.23

Net Book Value \_\_\_\_\_

\$180,880.23

Debtor	Name	Case number (if known)	Entered	Desc
	SD-Charlotte, LLC	20-30149	03/30/20 22:26:33	Main
55.2	Store 2841 - 3555 Franklin Road SW, Roanoke, VA 24014	Leased	Undetermined	Undetermined
55.3	Store 3700 - 877 Old Airport Road, Bristol, VA 24201	Leased	Undetermined	Undetermined
55.4	Store 4725 - 128 Williamson Road, Mooresville, NC 28177	Leased	Undetermined	Undetermined
55.5	Store 4804 - 500 Boundary St Sw, Newton, NC 28658	Leased	Undetermined	Undetermined
55.6	Store 4877 - 14315 E. Independence Blvd., Indian Trail, NC 28079	Leased	Undetermined	Undetermined
55.7	Store 4983 - 2204 S. Sterling Street, Morganton, NC 28655	Leased	Undetermined	Undetermined
55.8	Store 5133 - 2525 S New Hope Rd, Gastonia, NC 28056	Leased	Undetermined	Undetermined
55.9	Store 5425 - 7820 Forest Point Boulevard, Charlotte, NC 28217	Leased	Undetermined	Undetermined
55.10	Store 5650 - 2246 Parkway, Pigeon Forge, TN 37863	Leased	Undetermined	Undetermined
55.11	Store 5701 - 265 Mt Holly-Huntersville Rd, Charlotte, NC 28214	Leased	Undetermined	Undetermined
55.12	Store 5789 - 10642 Chapman Hwy, Seymour, TN 37865	Leased	Undetermined	Undetermined

**56. Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$180,880.23

**57. Is a depreciation schedule available for any of the property listed in Part 9?**

No  
 Yes

**58. Has any of the property listed in Part 9 been appraised by a professional within the last year?**

No  
 Yes

**Part 10: Intangibles and intellectual property**

**59. Does the debtor have any interests in intangibles or intellectual property?**

No. Go to Part 11.  
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
<b>60. Patents, copyrights, trademarks, and trade secrets</b>			
60.1 _____	\$ _____	_____	\$0.00
<b>61. Internet domain names and websites</b>			
61.1 _____	\$ _____	_____	\$0.00
<b>62. Licenses, franchises, and royalties</b>			
62.1 _____	\$ _____	_____	\$0.00
<b>63. Customer lists, mailing lists, or other compilations</b>			
63.1 _____	\$ _____	_____	\$0.00
<b>64. Other intangibles, or intellectual property</b>			
64.1 _____	\$ _____	_____	\$0.00
<b>65. Goodwill</b>			
65.1 _____	\$ _____	_____	\$0.00
<b>66. Total of Part 10.</b>			
Add lines 60 through 65. Copy the total to line 89.			\$0.00

**67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?** No Yes**68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?** No Yes**69. Has any of the property listed in Part 10 been appraised by a professional within the last year?** No Yes**Part 11: All other assets****70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

 No. Go to Part 12. Yes. Fill in the information below.

Current value of debtor's interest

**71. Notes receivable**

Description (include name of obligor)

71.1

total face amount

doubtful or uncollectible  
amount**72. Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

72.1

Tax year

**73. Interests in insurance policies or annuities**

73.1

**74. Causes of action against third parties (whether or not a lawsuit has been filed)**

74.1

Nature of Claim

Amount requested

\$

**75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

75.1

Nature of Claim

Amount requested

\$

**76. Trusts, equitable or future interests in property**

76.1

**77. Other property of any kind not already listed** Examples: Season tickets, country club membership

77.1

**78. Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$0.00

**79. Has any of the property listed in Part 11 been appraised by a professional within the last year?** No Yes**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property

Current value of  
personal propertyCurrent value of real  
property

80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1.

\$22,423.30

81. Deposits and prepayments. Copy line 9, Part 2.

\$13,483.22

82. Accounts receivable. Copy line 12, Part 3.

\$10,085.63

83. Investments. Copy line 17, Part 4.

\$0.00

Debtor	SD-Charlotte, LLC Name	Case 20-30154	Doc	Filed 03/30/20	Entered 03/30/20 22:26:33	Case number (if known) 20-30149	Desc Main
84. Inventory. Copy line 23, Part 5.				Document	Page 20 of 35		
<b>85. Farming and fishing-related assets.</b> Copy line 33, Part 6.				\$0.00			
<b>86. Office furniture, fixtures, and equipment; and collectibles.</b> Copy line 43, Part 7.				\$0.00			
<b>87. Machinery, equipment, and vehicles.</b> Copy line 51, Part 8.				\$0.00			
<b>88. Real property.</b> Copy line 56, Part 9.				→ \$180,880.23			
<b>89. Intangibles and intellectual property.</b> Copy line 66, Part 10.				\$0.00			
<b>90. All other assets.</b> Copy line 78, Part 11.				\$0.00			
<b>91. Total.</b> Add lines 80 through 90 for each column				91a.	\$45,992.15	91b.	\$180,880.23
<b>92. Total of all property on Schedule A/B.</b> Lines 91a + 91b = 92.				\$226,872.38			

Fill in this information to identify the case:

Debtor name: SD-Charlotte, LLC

United States Bankruptcy Court for the: Western District of North Carolina

Case number: 20-30149

Check if this is an amended filing

## Official Form 206D

### Schedule D: Creditors Who Have Claims Secured by Property

Be as complete and accurate as possible.

#### Part 1: List Creditors Who Have Claims Secured by Property

##### 1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.  
 Yes. Fill in the information below.

##### 2. List creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

2.1

##### Creditor's name and mailing address

APP Funding LLC  
85 Broad Street  
Floor 17  
New York, NY10004

##### Date debt was incurred?

12/4/2019

##### Last 4 digits of account number

##### Do multiple creditors have an interest in the same property?

No  
 Yes. Specify each creditor, including this creditor, and its relative priority.  
1 - US Foods, Inc.  
2 - Bridge Funding Group, Inc.  
3 - APP Funding LLC  
3 - Itria Ventures LLC  
3 - Libertas Funding, LLC  
3 - Royal Business Group LLC

##### Describe debtor's property that is subject to the lien:

Blanket Lien

##### Describe the lien

##### Is the creditor an insider or related party?

No  
 Yes

##### Is anyone else liable on this claim?

No  
 Yes. Fill out Schedule H: Codebtors(Official Form 206H)

##### As of the petition filing date, the claim is:

Check all that apply.

Contingent  
 Unliquidated  
 Disputed

*Column A*  
**Amount of Claim**  
Do not deduct the value of collateral.

Undetermined

*Column B*  
**Value of collateral that supports this claim**

Unknown

2.2

**Creditor's name and mailing address**

Bridge Funding Group, Inc.  
 215 Shilling Circle  
 Suite 100  
 Hunt Valley, MD21031

**Date debt was incurred?**

5/10/2018

**Last 4 digits of account number****Do multiple creditors have an interest in the same property?** No Yes. Specify each creditor, including

this creditor, and its relative priority.

- 1 - US Foods, Inc.
- 2 - Bridge Funding Group, Inc.
- 3 - APP Funding LLC
- 3 - Itria Ventures LLC
- 3 - Libertas Funding, LLC
- 3 - Royal Business Group LLC

**Describe debtor's property that is subject to the lien:**

Blanket Lien

**Describe the lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No Yes. Fill out Schedule H: Codebtors(Official

Form 206H)

**As of the petition filing date, the claim is:**

Check all that apply.

- Contingent
- Unliquidated
- Disputed

2.3

**Creditor's name and mailing address**

Itria Ventures LLC  
 C/O Corporation Service Co.  
 PO Box 2576  
 Springfield, IL62708

**Date debt was incurred?**

12/11/2018

**Last 4 digits of account number****Do multiple creditors have an interest in the same property?** No Yes. Specify each creditor, including

this creditor, and its relative priority.

- 1 - US Foods, Inc.
- 2 - Bridge Funding Group, Inc.
- 3 - APP Funding LLC
- 3 - Itria Ventures LLC
- 3 - Libertas Funding, LLC
- 3 - Royal Business Group LLC

**Describe debtor's property that is subject to the lien:**

Undetermined

Unknown

Accounts, chattel paper, deposit accounts, documents, personal property, general intangibles, equipment, assets, fixtures, inventory and proceeds.

**Describe the lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No Yes. Fill out Schedule H: Codebtors(Official

Form 206H)

**As of the petition filing date, the claim is:**

Check all that apply.

- Contingent
- Unliquidated
- Disputed

Case 20-30154

Doc Filed 03/30/20 Entered 03/30/20 22:26:33

Desc Main

2.4

**Creditor's name and mailing address**

Libertas Funding, LLC  
 C/O C T Corporation System  
 Attn: SPRS  
 330 N. Brand Blvd  
 Suite 700  
 Glendale, CA91203

**Date debt was incurred?**

12/26/2019

**Last 4 digits of account number****Do multiple creditors have an interest in the same property?** No Yes. Specify each creditor, including

this creditor, and its relative priority.

- 1 - US Foods, Inc.
- 2 - Bridge Funding Group, Inc.
- 3 - APP Funding LLC
- 3 - Itria Ventures LLC
- 3 - Libertas Funding, LLC
- 3 - Royal Business Group LLC

**Describe debtor's property that is subject to the lien:**

Future receivables and payment rights  
 pursuant to that certain as Representative  
 Merchant Agreement.

**Describe the lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No Yes. Fill out Schedule H: Codebtors(Official

Form 206H)

**As of the petition filing date, the claim is:**

Check all that apply.

- Contingent
- Unliquidated
- Disputed

**Describe debtor's property that is subject to the lien:**

Undetermined

Unknown

**Blanket Lien****Describe the lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No Yes. Fill out Schedule H: Codebtors(Official

Form 206H)

**As of the petition filing date, the claim is:**

Check all that apply.

- Contingent
- Unliquidated
- Disputed

2.5

**Creditor's name and mailing address**

Royal Business Group LLC  
 734 West Broadway  
 Woodmere, NY11598

**Date debt was incurred?**

12/4/2019

**Last 4 digits of account number****Do multiple creditors have an interest in the same property?** No Yes. Specify each creditor, including

this creditor, and its relative priority.

- 1 - US Foods, Inc.
- 2 - Bridge Funding Group, Inc.
- 3 - APP Funding LLC
- 3 - Itria Ventures LLC
- 3 - Libertas Funding, LLC
- 3 - Royal Business Group LLC

2.6

Doc Filed 03/30/20 Entered 03/30/20 22:26:33 Desc Main

Document Page 24 of 35

\$0.00

Unknown

**Creditor's name and mailing address**

STORE Master Funding III, LLC  
 8377 E. Hartford Drive  
 Suite 100  
 Scottsdale, AZ85255

**Date debt was incurred?**

12/31/2017

**Last 4 digits of account number****Do multiple creditors have an interest in the same property?** No

Yes. Specify each creditor, including this creditor, and its relative priority.

**Describe debtor's property that is subject to the lien:**

Leases as described on Exhibit A to the UCC financing statement.

**Describe the lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No

Yes. Fill out Schedule H: Codebtors(Official Form 206H)

**As of the petition filing date, the claim is:**

Check all that apply.

- Contingent
- Unliquidated
- Disputed

**Describe debtor's property that is subject to the lien:**

\$0.00

Unknown

**Creditor's name and mailing address**

US Foods, Inc.  
 9399 West Higgins Road  
 Rosemont, IL60018

**Date debt was incurred?**

1/16/2020

**Last 4 digits of account number****Do multiple creditors have an interest in the same property?** No

Yes. Specify each creditor, including this creditor, and its relative priority.

1 - US Foods, Inc.  
 2 - Bridge Funding Group, Inc.  
 3 - APP Funding LLC  
 3 - Itria Ventures LLC  
 3 - Libertas Funding, LLC  
 3 - Royal Business Group LLC

**Describe the lien****Is the creditor an insider or related party?** No Yes**Is anyone else liable on this claim?** No

Yes. Fill out Schedule H: Codebtors(Official Form 206H)

**As of the petition filing date, the claim is:**

Check all that apply.

- Contingent
- Unliquidated
- Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$17,900,000.00

Fill in this information to identify the case:

Debtor name: SD-Charlotte, LLC

United States Bankruptcy Court for the: Western District of North Carolina

Case number: 20-30149

Check if this is an amended filing

## Official Form 206E/F

### Schedule E/F: Creditors Who Have Unsecured Claims

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

#### Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

No. Go to Part 2.

Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

	Total claim	Priority amount
2.1 Priority creditor's name and mailing address  See Attachment  Date or dates debt was incurred  Last 4 digits of account number  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ( )	\$97,384.70	\$97,384.70

As of the petition filing date, the claim is:  
*Check all that apply.*

Contingent  
 Unliquidated  
 Disputed

Basis for the claim:

Is the claim subject to offset?

No  
 Yes

#### Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

	Amount of claim
3.1 Nonpriority creditor's name and mailing address  See Attachment  Date or dates debt was incurred	\$698,356.37

As of the petition filing date, the claim is:  
*Check all that apply.*

Contingent  
 Unliquidated  
 Disputed

Basis for the claim:

Is the claim subject to offset?

No  
 Yes

#### Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for debts listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

## Name and mailing address

## On which line in Part 1 or Part 2 is the related creditor (if any) listed?

## Last 4 digits of account number, if any

4.1. \_\_\_\_\_

Line \_\_\_\_\_

 Not listed. Explain \_\_\_\_\_**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

## 5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

## Total of claim amounts

\$97,384.70

5b. Total claims from Part 2

5b.

\$698,356.37

5c. Total of Parts 1 and 2

5c.

\$795,741.07

Lines 5a + 5b = 5c.

ID	Creditor's Name	Address 1	Address 2	City	State	ZIP	Date Incurred	Last 4 Digits of Account #	Specify Code Subsection Of Priority Unsecured Claim: 11 U.S.C. §507(a)(__)	Basis for Claim	Contingent	Unliquidated	Disputed	Is the Claim Subject to Offset? (Yes/No)	Total Claim	Priority Amount
2.001	Burke County Tax Collector	PO Box 63072		Charlotte	NC	28263-3072			8	Tax Claim	X	X			\$7,375.85	\$7,375.85
2.002	Catawba County Tax Collector	PO Box 368		Newton	NC	28658-0368			8	Tax Claim	X	X			\$7,921.19	\$7,921.19
2.003	City of Pigeon Forge	PO Box 1350		Pigeon Forge	TN	37868			8	Tax Claim	X	X			\$129.00	\$129.00
2.004	Gaston County Tax Collector	PO Box 1578		Gastonia	NC	28053-1578			8	Tax Claim	X	X			\$2,577.87	\$2,577.87
2.005	Gaston County Tax Collector-Prop Tax	PO Box 580326		Charlotte	NC	28258-0000			8	Tax Claim	X	X			\$14,004.87	\$14,004.87
2.006	Iredell County Tax Collector-Prop Tax	PO Box 1027		Statesville	NC	28687-0000			8	Tax Claim	X	X			\$15,849.89	\$15,849.89
2.007	Mecklenburg County Tax Collector-Prop Tax	PO Box 71063		Charlotte	NC	28272-1063			8	Tax Claim	X	X			\$28,791.45	\$28,791.45
2.008	Sevier County Trustee	Suite 212W	125 Court Ave	Sevierville	TN	37862-0000			8	Tax Claim	X	X			\$8,457.00	\$8,457.00
2.009	Town of Indian Trail Tax Collector	PO Box 2430		Indian Trail	NC	28079			8	Tax Claim	X	X			\$2,832.52	\$2,832.52
2.010	Union County Tax Collector	PO Box 38		Monroe	NC	28111-0038			8	Tax Claim	X	X			\$9,445.06	\$9,445.06

SCHEDULE E/F PART 2 ATTACHMENT  
Creditors Who Have Non-Priority Unsecured Claims

ID	Creditor's Name	Address 1	Address 2	Address 3	Address 4	City	State	Zip	Country	Date Incurred	Last 4 Digits of Account #	Basis for Claim	Contingent	Unliquidated	Disputed	Is the Claim Subject to Offset? (Yes/No)	Total Claim
3.001	Adco Cleaning Services Inc	5760 Grove Dr				Knoxville	TN	37918-0000				Trade Claim				No	\$3,960.00
3.002	Advanced Refrigeration Services LLC	PO Box 1061				Kernersville	NC	27285				Trade Claim				No	\$2,205.39
3.003	Advantage Platform Services, Inc. dba Advantage Capital Funding	104 E 25th Street, 10th Floor				New York	NY	10010				Trade Claim	X	X	X	No	Undetermined
3.004	Airgas Inc	PO Box 734672				Dallas	TX	75373-4672				Trade Claim				No	\$601.16
3.005	Airgas National Carbonation	PO Box 734673				Dallas	TX	75373-4673				Trade Claim				No	\$2,667.11
3.006	APP Funding LLC	c/o The Law Offices of Jason Gang, PLLC	Attn: Jason A. Gang	1245 Hewlet Plaza, Suite 478		Hewlett	NY	11557				Litigation Claim	X	X	X	No	Undetermined
3.007	APP Funding LLC	c/o The Law Offices of Jason Gang, PLLC	Attn: Jason A. Gang	1245 Hewlet Plaza, Suite 478		Hewlett	NY	11557				Trade Claim	X	X	X	No	Undetermined
3.008	Ashton Britt Service Company Inc	PO Box 771				Jefferson City	TN	37760				Trade Claim				No	\$2,415.61
3.009	AT&T 5014	PO Box 5014				Carol Stream	IL	60197-5014				Trade Claim				No	\$143.96
3.010	Barco Uniforms Inc	350 W Rosecrans Ave				Gardena	CA	90248				Trade Claim				No	\$3,104.69
3.011	Bee Safe Lock & Key Inc	1822 Kelton Lane				Maryville	TN	37803				Trade Claim				No	\$268.89
3.012	Bimbo Bakeries USA	PO Box 842419				Boston	MA	02284-2419				Trade Claim				No	\$14,630.24
3.013	Blue Cross Blue Shield	PO Box 580017				Charlotte	NC	28258-0017				Trade Claim				No	\$10,265.94
3.014	BMF Capital, LLC	1820 Avenue M, Suite 125				Brooklyn	NY	11230				Trade Claim	X	X	X	No	Undetermined
3.015	City of Conover	101 1st Street East				Conover	NC	28613				Trade Claim				No	\$175.48
3.016	City of Gastonia	PO Box 580068				Gastonia	NC	28258-0068				Trade Claim				No	\$48.75
3.017	City of Morganton	305 East Union Street	Suite A100			Morganton	NC	28655				Trade Claim				No	\$54.11
3.018	City of Pigeon Forge Utilities	PO Box 1066				Pigeon Forge	TN	37868				Trade Claim				No	\$208.33
3.019	Commercial Lighting Supply Inc	1485 Amherst Rd				Knoxville	TN	37909				Trade Claim				No	\$530.57
3.020	Complete Graphics Inc	PO Box 892717				Oklahoma City	OK	73189-0000				Trade Claim				No	\$749.35
3.021	Daniel M Germanz	475 Morie Rd				Dandridge	TN	37725				Trade Claim				No	\$6,104.01
3.022	Davco Roofing and Sheet Metal Inc	4408 Northpointe Industrial				Charlotte	NC	28216				Trade Claim				No	\$5,357.14
3.023	Dominion Energy	PO Box 100256				Columbia	SC	29202-0000				Trade Claim				No	\$555.59
3.024	Dot-it	PO Box 860272				Minneapolis	MN	55486-0000				Trade Claim				No	\$660.93
3.025	Drew Pearson Company LLC	811 Sherbrook Dr				Richardson	TX	75080-0000				Trade Claim				No	\$276.34
3.026	EBF Partners, LLC d/b/a Everest Business Funding	c/o Smith Debnam Narron Drake Saintsing & Myers, LLP	Attn: Byron L. Saintsing	PO Box 176010		New York	NY	10018				Litigation Claim	X	X	X	No	Undetermined
3.027	EBF Partners, LLC d/b/a Everest Business Funding	c/o Smith Debnam Narron Drake Saintsing & Myers, LLP	Attn: Byron L. Saintsing	PO Box 176010		New York	NY	10018				Trade Claim	X	X	X	No	Undetermined
3.028	Ecolab Pest Elimination Div	26252 Network Place				Chicago	IL	60673-1262				Trade Claim				No	\$971.04
3.029	EIN CAP, Inc.	c/o Joseph S. Koval	160 Pearl Street	5th Floor		New York	NY	10005				Litigation Claim	X	X	X	No	Undetermined
3.030	EIN CAP, Inc.	c/o Joseph S. Koval	160 Pearl Street	5th Floor		New York	NY	10005				Trade Claim	X	X	X	No	Undetermined
3.031	Eleas Sign Inc	4623 Weaver Pike				Bluff City	TN	37618-0000				Trade Claim				No	\$1,257.51
3.032	Fidelity Security Life Ins/Eyemed	Fsl/Eyemed Premiums	PO Box 632530			Cincinnati	OH	45263-2530				Trade Claim				No	\$53.56
3.033	Gaskets Rock International Inc	409 Parkway View Dr				Pittsburgh	PA	15205				Trade Claim				No	\$475.04
3.034	Hagar Restaurant Service Inc	6200 NW 2nd Street				Oklahoma City	OK	73127-0000				Trade Claim				No	\$5,886.72
3.035	Heritage	PO Box 1457				El Reno	OK	73036-0000				Trade Claim				No	\$702.03
3.036	HM Electronics Inc	2848 Whiptail Loop				Carlsbad	CA	92010				Trade Claim				No	\$350.00
3.037	Holston Gases Tri Cities	1150 Spratlin Park Drive				Gray	TN	37615				Trade Claim				No	\$685.35
3.038	Hughes Network Systems LLC	PO Box 96874				Chicago	IL	60693-6874				Trade Claim				No	\$163.72
3.039	Infor Restaurant Systems	13560 Morris Rd Suite 4100				Alpharetta	GA	30004				Trade Claim				No	\$9,297.08
3.040	Itria Ventures, LLC	c/o Burr & Forman LLP	Attn: Mignon A. Lunsford, Esq.	421 Fayetteville Street	Suite 110, Office 1140	Raleigh	NC	27601				Litigation Claim	X	X	X	No	Undetermined
3.041	Itria Ventures, LLC	c/o Corporation Service Co.	PO Box 2576			Springfield	IL	62708				Trade Claim	X	X	X	No	Undetermined
3.042	Jeremy Scott McNutt	PO Box 486				Seymour	TN	37865-0000				Trade Claim				No	\$300.00
3.043	Kescor Inc	PO Box 12297				Charlotte	NC	28220				Trade Claim				No	\$366.71
3.044	Kington Sewer Septic Drain Cleaning Service Inc	PO Box 50633				Knoxville	TN	37950-0633				Trade Claim				No	\$270.00
3.045	Knoxville Door LLC	PO Box 11023				Knoxville	TN	37939				Trade Claim				No	\$413.63
3.046	Knoxville Utilities Board	PO Box 59029				Knoxville	TN	37950-9029				Trade Claim				No	\$2,587.00
3.047	Lakeside Commercial Refrigeration LLC	PO Box 1680				Lincolnton	NC	28093				Trade Claim				No	\$2,740.38
3.048	Libertas Funding, LLC	382 Greenwich Avenue	Suite 2			Greenwich	CT	06830				Trade Claim	X	X	X	No	Undetermined
3.049	Lifestream Water Systems Inc	528 W 1st Street				Salida	CO	81201-3267				Trade Claim				No	\$976.69
3.050	Loomis	Dept 0757	PO Box 120001			Dallas	TX	75312-0757				Trade Claim				No	\$8,667.12
3.051	Mantis Funding LLC	c/o Zachter PLLC	2 University Plaza	Suite 205		Hackensack	NY	07601-0760				Trade Claim	X	X	X	No	Undetermined
3.052	Metlife Group Benefits-dental	PO Box 804466				Kansas City	MO	64180-4466				Trade Claim				No	\$103.00
3.053	Midwest Badge Corp	PO Box 1516				Skokie	IL	60076-8516				Trade Claim				No	\$76.96
3.054	North Carolina Dept of Trans	Fiscal Section-accts Receiv	1514 Mail Service Center			Raleigh	NC	27699-0000				Trade Claim				No	\$1,200.00
3.055	Optec Displays Inc	1700 S Desoto Place				Ontario	CA	91761-0000				Trade Claim				No	\$1,759.54
3.056	P and M Holding Group LLP	16060 Collections Center Dr				Chicago	IL	60693				Trade Claim				No	\$9,500.00
3.057	Peter H Brenn	1400 W Olive Ave Ste 101				Burbank	CA	91506				Trade Claim				No	\$19,125.00
3.058	Piedmont Natural Gas	PO Box 1246				Charlotte	NC	28201-1246				Trade Claim				No	\$540.80

ID	Creditor's Name	Address 1	Address 2	Address 3	Address 4	City	State	Zip	Country	Date Incurred	Last 4 Digits of Account #	Basis for Claim	Contingent	Unliquidated	Disputed	Is the Claim Subject to Offset? (Yes/No)	Total Claim
3.059	Platinum Landscape Designs LLC	132 Hidden Harbor Rd				Mooresville	NC	28117				Trade Claim				No	\$325.00
3.060	Price Davis LLC	3882 E Hwy 27				Iron Station	NC	28080				Trade Claim				No	\$319.95
3.061	Pro Services of Lake Norman LLC	502 Pilch Rd				Troutman	NC	28166				Trade Claim				No	\$250.00
3.062	RC Sports Inc	17501 W 98th Street 18-51				Lenexa	KS	66219-0000				Trade Claim				No	\$25.00
3.063	Region Capital	323 Sunny Isles Blvd	Suite 501			Sunny Isles	FL	33160				Trade Claim	X	X	X	No	Undetermined
3.064	Reinhart Foodservice LLC	6250 N River Road Suite 9000				Rosemont	IL	60018				Trade Claim				No	\$11,704.54
3.065	Rentokil North America Inc	PO Box 13848				Reading	PA	19612				Trade Claim				No	\$1,581.39
3.066	RF Technologies In	PO Box 142				Bethalto	IL	62010				Trade Claim				No	\$901.44
3.067	Rizon Restaurant Services Inc	1660 Katy Ln				Fort Mill	SC	29708				Trade Claim				No	\$1,058.13
3.068	Royal Business Group, LLC	456A Central Avenue #147				Cedarhurst	NY	11516				Trade Claim	X	X	X	No	Undetermined
3.069	RTHT Investments, LLC	131 E Lincoln Ave Ste C				Fort Collins	CO	80524				Intercompany Claim	X	X	X	No	Undetermined
3.070	SD Holdings, LLC	131 E Lincoln Ave Ste C				Fort Collins	CO	80524				Intercompany Claim	X	X	X	No	Undetermined
3.071	SD OXI, LLC	131 E Lincoln Ave Ste C				Fort Collins	CO	80524				Intercompany Claim	X	X	X	No	Undetermined
3.072	SD Restaurant Group, LLC	131 E Lincoln Ave Ste C				Fort Collins	CO	80524				Intercompany Claim	X	X	X	No	Undetermined
3.073	SDI of Pigeon Forge, LLC	Attn: President	7100B Kingston Pike			Knoxville	TN	37919				Trade Claim	X	X	X	No	\$27,750.00
3.074	SD-Missouri, LLC	131 E Lincoln Ave Ste C				Fort Collins	CO	80524				Intercompany Claim	X	X	X	No	Undetermined
3.075	Sevier County Utility District	PO Box 6519				Sevierville	TN	37864-6519				Trade Claim				No	\$642.10
3.076	Shoes For Crews Inc	PO Box 734176				Chicago	IL	60673-4176				Trade Claim				No	\$1,085.30
3.077	Snagajob Com Inc	32978 Collections Center Drive				Chicago	IL	60693-0329				Trade Claim				No	\$495.00
3.078	Sonic Industries Inc	PO Box 268946				Oklahoma City	OK	73126-0000				Trade Claim				No	\$252,999.63
3.079	Southeastern Protection Services Inc	PO Box 1077				Ball Ground	GA	30107				Trade Claim				No	\$1,040.00
3.080	Stafford-Smith Inc	Dept 771493	PO Box 77000			Detroit	MI	48277-1493				Trade Claim				No	\$4,636.55
3.081	Staley Inc	8101 Fourche				Little Rock	AR	72209				Trade Claim				No	\$10,739.05
3.082	Store Capital Corporation	8377 E Hartford Dr Ste 100				Scottsdale	AZ	85255-0000				Trade Claim				No	\$52,047.03
3.083	Teddy Eugene Scevers	2024 Stratford Ave				Charlotte	NC	28205				Trade Claim				No	\$1,160.00
3.084	Time Warner Cable-70872	PO Box 4617				Carol Stream	IL	60197-4617				Trade Claim				No	\$129.99
3.085	Town of Mooresville	PO Box 602113				Charlotte	NC	28260-2113				Trade Claim				No	\$319.27
3.086	TVT 2.0, LLC	c/o Parson Behle & Latimer	201 South Main Street	Suite 1800		Salt Lake City	UT	84111				Litigation Claim	X	X	X	No	Undetermined
3.087	TVT 2.0, LLC	c/o Parson Behle & Latimer	201 South Main Street	Suite 1800		Salt Lake City	UT	84111				Trade Claim	X	X	X	No	Undetermined
3.088	Union County	PO Box 580194				Charlotte	NC	28258-0194				Trade Claim				No	\$311.19
3.089	US Foods Inc	PO Box 602286				Charlotte	NC	28260-0000				Trade Claim				No	\$198,305.52
3.090	Valley Proteins Inc	PO Box 643393				Cincinnati	OH	45264-0000				Trade Claim				No	\$215.00
3.091	Wellmans Lawncare and Landscape LLC	5055 Crawley Dale St				Morganton	NC	28655				Trade Claim				No	\$760.00
3.092	WH Acquisition LLP	7620 Omnitech Pl Ste 1				Victor	NY	14564				Trade Claim				No	\$2,915.90
3.093	Whaley Foodservice	PO Box 890771	c/o BB&T			Charlotte	NC	28289-0000				Trade Claim				No	\$1,124.07
3.094	Wood Catawba Center LLC	321 Henry Street				Lexington	KY	40508				Trade Claim				No	\$831.87
3.095	X-press Signs Graphics	5830 W Hendryx Ave				Wichita	KS	67209-0000				Trade Claim				No	\$1,230.98

Fill in this information to identify the case:

Debtor name: SD-Charlotte, LLC

United States Bankruptcy Court for the: Western District of North Carolina

Case number: 20-30149

Check if this is an amended filing

## Official Form 206G

### Schedule G: Executory Contracts and Unexpired Leases

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

#### Schedule G: Executory Contracts and Unexpired Leases

##### 1. Does the debtor have any executory contracts or unexpired leases?

No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.

Yes. Fill in all of the information below even if the contracts or leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

##### 2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1 State what the contract or lease is for and the nature of the debtor's interest

See Attachment \_\_\_\_\_

State the term remaining

\_\_\_\_\_

List the contract number of any government contract

\_\_\_\_\_

ID	Description of Contract or Lease	Real Property Lease? (Yes/No)	Effective Date	Remainder of Term (Days)	Creditor's Name	Address 1	Address 2	Address 3	City	State	Zip	Country
3.01	Lease Agreement by and between Annette P. and Joe Macione, Jr. and Boom Foods, LLC dated November 16, 2009.	Yes	11/16/2009	Unknown	Annette P. and Joe Macione, Jr.	118 Philox Creek Road			Bristol	TN	37620	
3.02	22. System and Professional Services Agreement by and between Infor Restaurant Systems and SD Charlotte, LLC [redacted] as amended June 1, 2018.	No	5/31/2018	Unknown	Infor restaurant systems	175 Ledge Street	Suite 2		Nashua	NH	03060	
3.03	Lease Agreement by and between Peter Hanny Brenn Separate Property Trust and SDMissouri, LLC dated July 11, 2018	Yes	1/11/2019	Unknown	Peter Hanny Brenn Separate Property Trust	10642 Chapman Highway			Seymour	TN	37865	
3.04	Sublease Agreement (SDI of Pigeon Forge, LLC to SD Charlotte)	Yes	5/31/2018	Unknown	SDI of Pigeon Forge, LLC	7100B Kingston Pike			Knoxville	TN	37919	
3.05	8. Sonic Franchisee Services Agreement by and between Shields Enterprises International LLC and SD-Charlotte, LLC dated July 11, 2018	No	7/11/2018	Unknown	Shields Enterprises International LLC	701 Demers Ave			Grand Forks	ND	58201	
3.06	Sonic Industries Inc. Number 6A License Agreement by and between Sonic Industries LLC as successor in interest to Sonic Industries Inc. and SDI of Pigeon Forge LLC dated May 11, 2006.	No	3/1/2016	Unknown	Sonic Industries Inc.	PO Box 268946			Oklahoma City	OK	73126-8946	
3.07	All those certain License Agreements by and between SD-Charlotte, LLC, as licensee, and Sonic Industries LLC, as licensor, more particularly described in that certain Transfer, Guaranty and Ownership Restriction Agreement by and among Boom #1, LLC, Boom #2, LLC, Boom #3, LLC, Boom #4, LLC, Boom #6, LLC, Boom #8, LLC, Boom #10, LLC, BRH Enterprises, LLC, Coleman Bradley, Jr., SD-Charlotte, LLC, Yaron Goldman, and Sonic Industries LLC dated December 8, 2017.	No	5/30/2017	Unknown	Sonic Industries LLC	PO Box 268946			Oklahoma City	OK	73126-8946	
3.08	Sonic Industries LLC Number 6A License Agreement by and between Sonic Industries LLC and SDI of Seymour, LLC dated July 2, 2007.	No	3/1/2016	Unknown	Sonic Industries LLC	PO Box 268946			Oklahoma City	OK	73126-8946	
3.09	Master Lease Agreement by and between Store Master Funding III, LLC and Boom Holdings, LLC dated February 27, 2013.	Yes	2/27/2013	Unknown	Store Master Funding III, LLC	8501 E. Princess Drive	Suite 190		Scottsdale	AZ	85255	
3.10	Deed of Lease Agreement by and between Wlodzimierz Szpikowski and SD-Missouri, LLC dated January 1, 2019.	Yes	1/17/2019	Unknown	Wlodzimierz Szpikowski	877 Old Airport Road			Bristol	VA	24201	

Fill in this information to identify the case:

Debtor name: SD-Charlotte, LLC

United States Bankruptcy Court for the: Western District of North Carolina

Case number: 20-30149

Check if this is an amended filing

## Official Form 206H

### Schedule H: Codebtors

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

**1. Does the debtor have any codebtors?**

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

Yes

**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, *Schedules D-G*. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.**

*Column 1: Codebtor*

*Column 2: Creditor*

Name

Mailing Address

Name

Check all schedules that apply:

2.1 See Attachment

D  
 E/F  
 G

ID	Codebtor Name	Codebtor Address	Creditor's Name	D	E/F	G
2.001	1319 State Street Owner, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Advantage Platform Services, Inc., (dba) Advantage Capital Funding)		X	
2.002	1319 State Street Owner, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Libertas Funding, LLC		X	X
2.003	8269 US Highway 431 North Owner LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Advantage Platform Services, Inc., (dba) Advantage Capital Funding)		X	
2.004	877 Old Airport Road Owner LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Advantage Platform Services, Inc., (dba) Advantage Capital Funding)		X	
2.005	Carolina Express Restaurants, LLC	211 West Matthews Street, Suite 101, Matthews, NC 28105	Advantage Platform Services, Inc., (dba) Advantage Capital Funding)		X	
2.006	Carolina Express Restaurants, LLC	211 West Matthews Street, Suite 101, Matthews, NC 28105	Libertas Funding, LLC		X	X
2.007	Chef and Company, LLC	211 W. Matthews Street, Matthews, NC 28105	APP Funding LLC		X	X
2.008	Chef and Company, LLC	211 W. Matthews Street, Matthews, NC 28105	Royal Business Group, LLC		X	X
2.009	Deli Managers, Inc.	1207-B Crews Road, Matthews, NC 28105	APP Funding LLC		X	X
2.010	Deli Managers, Inc.	1207-B Crews Road, Matthews, NC 28105	BMF Capital, LLC			X
2.011	Deli Managers, Inc.	1207-B Crews Road, Matthews, NC 28105	Libertas Funding, LLC		X	X
2.012	Deli Managers, Inc.	1207-B Crews Road, Matthews, NC 28105	Region Capital			X
2.013	Deli Managers, Inc.	1207-B Crews Road, Matthews, NC 28105	Royal Business Group, LLC		X	X
2.014	Delis of the South, LLC	211 W. Matthews Street, Matthews, NC 28105	APP Funding LLC		X	X
2.015	Delis of the South, LLC	211 W. Matthews Street, Matthews, NC 28105	BMF Capital, LLC			X
2.016	Delis of the South, LLC	211 W. Matthews Street, Matthews, NC 28105	Region Capital			X
2.017	Delis of the South, LLC	211 W. Matthews Street, Matthews, NC 28105	Royal Business Group, LLC		X	X
2.018	Goldman Properties, LLC	16779 Commons Creek Drive, Charlotte, NC 28277	APP Funding LLC		X	X
2.019	Goldman Properties, LLC	16779 Commons Creek Drive, Charlotte, NC 28277	Royal Business Group, LLC		X	X
2.020	J.Y.D. LLC	10505 Paces Ave., Suite 1621, Matthews, NC 28105	Libertas Funding, LLC		X	X
2.021	J.Y.D., Inc.	10505 Paces Ave., Suite 1621, Matthews, NC 28105	Advantage Platform Services, Inc., (dba) Advantage Capital Funding)			X
2.022	J.Y.D., Inc.	10505 Paces Ave., Suite 1621, Matthews, NC 28105	APP Funding LLC		X	X
2.023	J.Y.D., Inc.	10505 Paces Ave., Suite 1621, Matthews, NC 28105	Royal Business Group, LLC		X	X
2.024	Mountain Deli Management LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	APP Funding LLC		X	X
2.025	Mountain Deli Management LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Royal Business Group, LLC		X	X
2.026	Mountain Deli, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	APP Funding LLC		X	X
2.027	Mountain Deli, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Royal Business Group, LLC		X	X
2.028	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Advantage Platform Services, Inc., (dba) Advantage Capital Funding)			X
2.029	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	APP Funding LLC		X	X
2.030	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	BMF Capital, LLC			X
2.031	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	EIN CAP, Inc.			X
2.032	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Itria Ventures LLC		X	X
2.033	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Libertas Funding, LLC		X	X
2.034	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Region Capital			X
2.035	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Royal Business Group, LLC		X	X
2.036	RTHT Investments, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	TVT Capital			X
2.037	SD Holdings, LLC	3710 Cardinal Downs Drive, Greensboro, NC 27410	APP Funding LLC		X	X
2.038	SD Holdings, LLC	3710 Cardinal Downs Drive, Greensboro, NC 27410	Itria Ventures LLC		X	X
2.039	SD Holdings, LLC	3710 Cardinal Downs Drive, Greensboro, NC 27410	Royal Business Group, LLC		X	X
2.040	SD Real Estate Investments LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	APP Funding LLC		X	X
2.041	SD Real Estate Investments LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Royal Business Group, LLC		X	X
2.042	SD Restaurant Group, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	APP Funding LLC		X	X
2.043	SD Restaurant Group, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	BMF Capital, LLC			X
2.044	SD Restaurant Group, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	EIN CAP, Inc.			X
2.045	SD Restaurant Group, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Itria Ventures LLC		X	X
2.046	SD Restaurant Group, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Region Capital			X
2.047	SD Restaurant Group, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Royal Business Group, LLC		X	X
2.048	SD Restaurant Group, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	TVT Capital			X
2.049	SD-Charlotte, LLC	131 East Lincoln Ave., Suite C, Fort Collins, CO 80524	TVT Capital			X
2.050	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Advantage Platform Services, Inc., (dba) Advantage Capital Funding)			X
2.051	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	APP Funding LLC		X	X
2.052	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	BMF Capital, LLC			X
2.053	SD-Missouri, LLC	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Bridge Funding Group		X	

ID	Codebtor Name	Codebtor Address	Creditor's Name	D	E/F	G
2.054	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	EIN CAP, Inc.		X	
2.055	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Itria Ventures LLC		X	X
2.056	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Libertas Funding, LLC		X	X
2.057	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Region Capital		X	
2.058	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Royal Business Group, LLC		X	X
2.059	SD-Missouri, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	TVT Capital		X	
2.060	SD-North Carolina, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Advantage Platform Services, Inc., (dba) Advantage Capital Funding)		X	
2.061	SD-Omaha LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Libertas Funding, LLC	X	X	
2.062	SD-Oxi, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	APP Funding LLC		X	X
2.063	SD-Oxi, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	BMF Capital, LLC		X	
2.064	SD-Oxi, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Itria Ventures LLC		X	X
2.065	SD-Oxi, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Region Capital		X	
2.066	SD-Oxi, LLC	131 E. Lincoln Ave., Fort Collins, CO 80524	Royal Business Group, LLC		X	X
2.067	Southern Deli Holdings, LLC	211 W. Matthews Street, Matthews, NC 28105	APP Funding LLC		X	X
2.068	Southern Deli Holdings, LLC	211 W. Matthews Street, Matthews, NC 28105	BMF Capital, LLC		X	
2.069	Southern Deli Holdings, LLC	211 W. Matthews Street, Matthews, NC 28105	Libertas Funding, LLC		X	X
2.070	Southern Deli Holdings, LLC	211 W. Matthews Street, Matthews, NC 28105	Region Capital		X	
2.071	Southern Deli Holdings, LLC	211 W. Matthews Street, Matthews, NC 28105	Royal Business Group, LLC		X	X
2.072	Southern Deli Holdings, LLC	211 W. Matthews Street, Matthews, NC 28105	TVT Capital		X	
2.073	Southern Deli, L.L.C.	211 W. Matthews Street, Matthews, NC 28105	APP Funding LLC		X	X
2.074	Southern Deli, L.L.C.	211 W. Matthews Street, Matthews, NC 28105	Royal Business Group, LLC		X	X
2.075	Southern Deli, LLC	211 W. Matthews Street, Matthews, NC 28105	Libertas Funding, LLC		X	X
2.076	Triad Southern Deli, LLC	1207-B Crews Road, Matthews, NC 28105	APP Funding LLC		X	X
2.077	Triad Southern Deli, LLC	1207-B Crews Road, Matthews, NC 28105	Libertas Funding, LLC		X	X
2.078	Triad Southern Deli, LLC	1207-B Crews Road, Matthews, NC 28105	Royal Business Group, LLC		X	X
2.079	Triad Southern Deli, LLC	1207-B Crews Road, Matthews, NC 28105	BMF Capital, LLC		X	
2.080	Triad Southern Deli, LLC	1207-B Crews Road, Matthews, NC 28105	Region Capital		X	
2.081	Yaron Goldman	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	APP Funding LLC		X	
2.082	Yaron Goldman	131 E. Lincoln Ave., Suite C, Fort Collins, CO 80524	Royal Business Group, LLC		X	

Fill in this information to identify the case:

Debtor name: SD-Charlotte, LLC

United States Bankruptcy Court for the: Western District of North Carolina

Case number: 20-30149

Check if this is an amended filing

## Official Form 202

### Declaration Under Penalty of Perjury for Non-Individual Debtors

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule \_\_\_\_\_
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a \_\_\_\_\_ declaration

I declare under penalty of perjury that the foregoing is true and correct.

3/30/2020

Executed on



Signature of individual signing on behalf of debtor

Brian Rosenthal

Printed name

Chief Restructuring Officer

Position or relationship to debtor